

WEIL, GOTSHAL & MANGES LLP  
Stephen Karotkin (*pro hac vice*)  
(stephen.karotkin@weil.com)  
Ray C. Schrock, P.C. (*pro hac vice*)  
(ray.schrock@weil.com)  
Jessica Liou (*pro hac vice*)  
(jessica.liou@weil.com)  
Matthew Goren (*pro hac vice*)  
(matthew.goren@weil.com)  
767 Fifth Avenue  
New York, NY 10153-0119  
Tel: 212 310 8000  
Fax: 212 310 8007

KELLER & BENVENUTTI LLP  
Tobias S. Keller (#151445)  
(tkeller@kellerbenvenutti.com)  
Jane Kim (#298192)  
(jkim@kellerbenvenutti.com)  
650 California Street, Suite 1900  
San Francisco, CA 94108  
Tel: 415 496 6723  
Fax: 650 636 9251

*Attorneys for Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric  
Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead  
Case, No. 19-30088 (DM).*

Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**EX PARTE APPLICATION FOR ORDER  
PURSUANT TO L.B.R. 9013-1(c)  
AUTHORIZING OVERSIZE BRIEFING FOR  
MEMORANDUM OF POINTS AND  
AUTHORITIES IN SUPPORT OF THE  
DEBTORS' BAR DATE MOTION**

Related Document: Dkt. No. 1784

[No hearing requested]

1 PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the  
2 “**Utility**”), as debtors and debtors in possession (collectively, “**PG&E**” or the “**Debtors**”) in the  
3 above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), hereby submit this *Ex Parte*  
4 Application (the “**Application**”), pursuant to Rule 9013-1(c) of the Bankruptcy Local Rules for the  
5 United States District Court for the Northern District of California (the “**Bankruptcy Local**  
6 **Rules**”), for an order authorizing the Debtors to file an oversize memorandum of points and  
7 authorities in support of the *Motion of Debtors Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a),*  
8 *Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and L.B.R. 3003-1 For Order (I) Establishing*  
9 *Deadline for Filing Proofs of Claim, (II) Establishing the Form and Manner of Notice Thereof, and*  
10 *(III) Approving Procedures for Providing Notice of Bar Date and Other Information to All*  
11 *Creditors and Potential Creditors* (the “**Bar Date Motion**”)<sup>1</sup> [Dkt. No. 1784], which the Debtors  
12 filed on May 1, 2019.

13 In support of this Application, the Debtors submit the Declaration of Matthew P.  
14 Goren (the “**Goren Declaration**”), filed contemporaneously herewith.

## 15 MEMORANDUM OF POINTS AND AUTHORITIES

### 16 I. JURISDICTION

17 The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and  
18 1334, the *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General  
19 Order 24 (N.D. Cal.), and Bankruptcy Local Rule 5011-1(a). This is a core proceeding pursuant to  
20 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### 21 II. BACKGROUND

22 On January 29, 2019 (the “**Petition Date**”), the Debtors commenced with the Court  
23 voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their  
24 businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and  
25

26  
27 <sup>1</sup> Capitalized terms used but not defined herein have the meanings ascribed to them in the Bar Date  
28 Motion.

1 1108 of the Bankruptcy Code. The Debtors' Chapter 11 Cases are being jointly administered for  
2 procedural purposes only pursuant to Bankruptcy Rule 1015(b).

3 On February 12, 2019, the United States Trustee (the "**U.S. Trustee**") appointed an  
4 Official Committee of Unsecured Creditors (the "**Creditors Committee**"). On February 15, 2019,  
5 the U.S. Trustee appointed an Official Committee of Tort Claimants (the "**Tort Claimants**  
6 **Committee**").

7 Additional information regarding the circumstances leading to the commencement  
8 of the Chapter 11 Cases and information regarding the Debtors' businesses and capital structure is  
9 set forth in the *Amended Declaration of Jason P. Wells in Support of the First Day Motions and*  
10 *Related Relief* [Docket No. 263].

### 11 **III. OVERSIZE BRIEFING FOR THE BAR DATE MOTION IS WARRANTED**

12 Bankruptcy Local Rule 9013-1(c) provides that, "Unless the Court expressly orders  
13 otherwise, the initial and response memoranda of points and authorities shall not exceed 25 pages of  
14 text, and reply memorandum shall not exceed 15 pages of text." B.L.R. 9013-1(c).

15 The Bar Date Motion seeks an order (i) establishing deadlines for filing proofs of claim  
16 (the "**Bar Date**"), (ii) establishing the form and manner of notice thereof, and (iii) approving the  
17 Debtors' plan for providing notice of the Bar Date and other important deadlines and information to  
18 all creditors and potential creditors. Due to the unique nature of these Chapter 11 Cases, the Debtors  
19 are proposing special procedures to facilitate the submission and evaluation of Wildfire Claims,  
20 including, as discussed in the Bar Date Motion, a simpler Wildfire Claim Bar Date Notice and  
21 customized Proof of Claim Forms for both Wildfire Claimants and Wildfire Subrogation Claimants.  
22 The Debtors are also proposing special procedures for providing notice of the Bar Date to their 16  
23 million Customers, including a simpler Customer Bar Date Notice. In addition to serving the Bar Date  
24 Notices, as set forth in the Bar Date Motion, the Debtors intend to provide supplemental notice of the  
25 Bar Date to unknown creditors, including Unknown Wildfire Claimants, through a multi-faceted  
26 Supplemental Notice Plan that has been designed to reach its target audiences in a variety of different  
27 ways, including: (i) multiple newspaper publication notices, (ii) digital advertising, including social  
28

1 media and other paid internet search listings, (iii) television and radio advertising, (iv) email notice,  
2 and (v) dedicated claim service centers.

3 The Debtors submit that sufficient cause exists for the Court to allow oversize briefing  
4 for the Bar Date Motion. To adequately describe the Debtors' unique circumstances, which necessitate  
5 and justify the Notice Procedures, and detail the special procedures of which the Debtors seek the  
6 Court's approval pursuant to the Bar Date Motion, the Debtors believe it is appropriate to request  
7 authority for the MPA to exceed the 25 pages allowed under Bankruptcy Local Rule 9013-1(c).

#### 8 **IV. NOTICE**

9 Notice of this Application will be provided to (i) the Office of the United States Trustee  
10 for Region 17 (Attn: Andrew R. Vara, Esq. and Timothy Laffredi, Esq.); (ii) counsel to the Creditors  
11 Committee; (iii) counsel to the Tort Claimants Committee; (iv) the Securities and Exchange  
12 Commission; (v) the Internal Revenue Service; (vi) the Office of the California Attorney General; (vii)  
13 the California Public Utilities Commission; (viii) the Nuclear Regulatory Commission; (ix) the Federal  
14 Energy Regulatory Commission; (x) the Office of the United States Attorney for the Northern District  
15 of California; (xi) counsel for the agent under the Debtors' debtor in possession financing facility; and  
16 (xii) those persons who have formally appeared in these Chapter 11 Cases and requested service  
17 pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that no further notice is required.

18 No previous request for the relief sought herein has been made by the Debtors to this  
19 or any other court.

20 **WHEREFORE**, the Debtors respectfully request entry of an order authorizing the  
21 Debtors to file a memorandum of points and authorities in support of the Bar Date Motion to exceed  
22 25 pages, but not to exceed 40 pages, and such other and further relief as the Court may deem just and  
23 appropriate.

24 ///

25 ///

26 ///

27 ///

28 ///

1 Dated: May 2, 2019

**WEIL, GOTSHAL & MANGES LLP**

**KELLER & BENVENUTTI LLP**

2  
3  
4 By: /s/ Jane Kim

Jane Kim

5 *Attorneys for Debtors and Debtors in Possession*  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28